

UNITED STATES DISTRICT COURT
DISTRICT OF NEW MEXICO

FILED
UNITED STATES DISTRICT COURT
DISTRICT OF NEW MEXICO

02 FEB 19 PM 2:48

JAMES SEABA and CORY PHILLIPS,

Plaintiffs,

v.

NO. CIV-02-0103 EJS/WWD

MESOSYSTEMS TECHNOLOGY, INC.,

Defendant.

**AFFIDAVIT OF NED A. GODSHALL IN SUPPORT OF DEFENDANT'S
MOTION TO DISMISS OR TRANSFER FOR IMPROPER VENUE**

STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

Ned A. Godshall, after being duly sworn and upon his oath states the following to
be true, accurate and correct:

1. I am the President and Chief Executive Officer for MesoFuel, Inc.
("MesoFuel"), a wholly owned subsidiary of MesoSystems Technology, Inc.
("MesoSystem") located in Albuquerque, New Mexico.
2. MesoFuel's business focuses on Micro Reaction Technology applications for
fuel and other chemical processing.
3. I am the custodian of records created and kept by MesoSystems Technology
with respect to its operations in Albuquerque, New Mexico, including but not limited to
personnel and employment records.

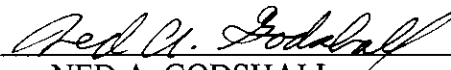
1

4. Attached hereto as Exhibits A and B are true and correct copies of Confidential Information, Inventions and Noncompetition Agreements executed by James Seaba and Cory Phillips, respectively.

5. Attached hereto as Exhibits C and D are true and correct copies of Offer of Employment letters "[a]cknowledged and [a]greed to" by James Seaba and Cory Phillips, respectively.

6. Exhibits A, B, C and D are records that are kept in the regular course of business by MesoSystems, and it is a regular practice of MesoSystems to create and keep these records.

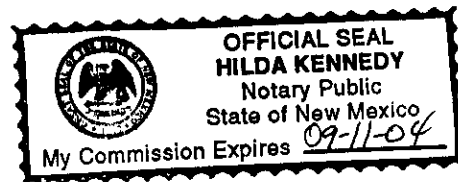
FURTHER AFFIANT SAYETH NOT.


NED A. GODSHALL

SUBSCRIBED AND SWORN to before me this 19th day of February, 2002 by Ned A. Godshall, President and CEO of MesoFuel, Inc.


NOTARY PUBLIC

My commission expires: 09-11-04



THE EXHIBITS ATTACHED TO THIS
PLEADING ARE TOO VOLUMINOUS TO
SCAN. SAID EXHIBITS ARE ATTACHED
TO THE ORIGINAL PLEADING IN THE
CASE FILE WHICH IS LOCATED IN THE
RECORDS DEPARTMENT, U.S.
DISTRICT COURT CLERK'S OFFICE.
